

Form 205
(Revised 05/11)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: \$300



**Certificate of Formation
Limited Liability Company**

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FILED
In the Office of the
Secretary of State of Texas
JUL 11 2013
Corporations Section

Article 1 – Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

Neighbors Investment Group, LLC

The name must contain the words "limited liability company," "limited company," or an abbreviation of one of these phrases.

Article 2 – Registered Agent and Registered Office

(See instructions. Select and complete either A or B and complete C.)

☐ A. The initial registered agent is an organization (cannot be entity named above) by the name of:

OR

☒ B. The initial registered agent is an individual resident of the state whose name is set forth below:

Setul	G.	Patel	
First Name	M.I.	Last Name	Suffix

C. The business address of the registered agent and the registered office address is:

10223 Broadway, Suite P, #229	Pearland	TX	77584
Street Address	City	State	Zip Code

Article 3—Governing Authority

(Select and complete either A or B and provide the name and address of each governing person.)

☒ A. The limited liability company will have managers. The name and address of each initial manager are set forth below.

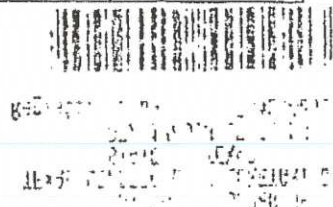
☐ B. The limited liability company will not have managers. The company will be governed by its members, and the name and address of each initial member are set forth below.

GOVERNING PERSON 1				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Neighbors Health System, Inc.				
Organization Name				
ADDRESS				
10223 Broadway, Suite P, #229	Pearland	TX	USA	77584
Street or Mailing Address	City	State	Country	Zip Code

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GOVERNING PERSON 2				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Organization Name				
ADDRESS				
Street or Mailing Address		City	State	Country Zip Code

GOVERNING PERSON 3				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Organization Name				
ADDRESS				
Street or Mailing Address		City	State	Country Zip Code

Article 4 – Purpose

The purpose for which the company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code.

Supplemental Provisions/Information

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

See attached addendum.

Organizer

The name and address of the organizer:

Thomas G. Gruenert

Name

9330 Broadway, Suite 324

Street or Mailing Address

Pearland

City

TX 77584

*State Zip Code***Effectiveness of Filing** (Select either A, B, or C.)

- A. ☒ This document becomes effective when the document is filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. ☐ This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: 7/11/13


 Signature of organizer

Thomas G. Gruenert

Printed or typed name of organizer

ADDENDUM
TO
CERTIFICATE OF FORMATION
LIMITED LIABILITY COMPANY

ARTICLE 5

The members of the Company shall have the power, on behalf of the Company, to indemnify persons for whom indemnification is permitted by Sections 8.101 et. seq. of the Texas Business Organizations Code (the "Code"), to the fullest extent permissible under the Code, and may purchase such liability, indemnification and/or other similar insurance as the members from time to time shall deem necessary or appropriate, in their discretion.

The Company may purchase and maintain liability, indemnification and/or other similar insurance on behalf of itself, and/or for any person who is or was a member, officer, employee or agent of the Company or who is or was serving at the request of the Company as a director, member, officer, trustee, employee, agent or similar functionary of another foreign or domestic corporation, limited liability company, partnership, joint venture, sole proprietorship, trust employee benefit plan or other enterprise, against any liability asserted against and/or incurred by the Company or person serving in such a capacity or arising out of his/her/its status as such a person or entity, whether or not the Company would otherwise have the power to indemnify such person against that liability.

The power to indemnify and/or obtain insurance provided in this Article 5 shall be cumulative of any other power of the members and/or any rights to which such a person or entity may be entitled by law, the Certificate of Formation and/or regulations of the Company, contract, other agreement, vote or otherwise.

ARTICLE 6

Pursuant to Article 1302-7.06, Texas Miscellaneous Corporation Laws Act, as amended, no member of the company shall be liable, personally or otherwise, in any way to the company or its members for monetary damages caused in any way by an act or omission occurring in the members' capacity as the only members of the company, except as otherwise expressly provided by Article 1302-7.06.B, as amended.

ARTICLE 7

Any action required to be taken at any annual or special meeting of the members of the Company and/or any action that may be taken at any annual or special meeting of the members of the Company, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by a member or members having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all members entitled to

vote on the action were present and voted. Such action shall be taken in accordance with any applicable provisions of the Code.

IN WITNESS WHEREOF, I have hereunto set my hand, this 11th day of July, 2013.

Thomas G. Gruenert
Thomas G. Gruenert